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Garrett A. Fail

*Attorneys for Lehman Brothers Holdings Inc.  
and Certain of Its Affiliates*

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11 Case No.
	:	
LEHMAN BROTHERS HOLDINGS INC., <i>et al.</i> ,	:	08-13555 (SCC)
	:	
Debtors.	:	(Jointly Administered)
-----	X	

**CERTIFICATE OF NO OBJECTION UNDER 28 U.S.C. § 1746  
REGARDING MOTIONS SCHEDULED FOR HEARING ON SEPTEMBER 14, 2017**

TO THE HONORABLE SHELLEY C. CHAPMAN,  
UNITED STATES BANKRUPTCY JUDGE:

Pursuant to 28 U.S.C. § 1746, and in accordance with the Second Amended Order  
Pursuant to Section 105(a) of the Bankruptcy Code and Bankruptcy Rules 1015(c) and 9007  
Implementing Certain Notice and Case Management Procedures [ECF No. 9635] (the “Case  
Management Order”), the undersigned hereby certifies as follows:

1. Lehman Brothers Holdings Inc., as Plan Administrator under the Modified  
Third Amended Joint Chapter 11 Plan of Lehman Brothers Holdings Inc. and its Affiliated  
Debtors (the “Plan Administrator”), filed the following omnibus claims objection and motion  
(each, a “Pleading”) with the Court for hearing on September 14, 2017:

- a. Debtors’ Five Hundred Twenty-First Omnibus Objection to Claims (Satisfied  
Guarantee Claims) [ECF No. 55962] (the “Claims Objection”)
- b. Motion of Plan Administrator Pursuant to Sections 105(a) and 1142(b) of the  
Bankruptcy Code to Establish Procedures for Distributions on Account of

Guarantee Claims Corresponding to Certain Primary Claims Against Lehman Brothers Treasury Co. B.V. [ECF No. 55963] (the “Procedures Motion”)

2. In accordance with the Case Management Order, the Plan Administrator established a deadline for parties to object or file responses to each Pleading (each as applicable, a “Response Deadline”).

3. Pursuant to paragraph 37 of the Case Management Order, pleadings may be granted without a hearing if, among other things, no objections or other responsive documents have been filed on or prior to the applicable Response Deadline.

4. The Response Deadlines have passed.

5. With respect to the Claims Objection, to the best of my knowledge, no objections have been filed with the Court on the docket of these cases in accordance with the Case Management Order or served on counsel to the Plan Administrator.

6. With respect to the Procedures Motion, the *Limited Objection of Lehman Brothers Finance AG to Motion of Plan Administrator Pursuant to Sections 105(a) and 1142(b) of the Bankruptcy Code to Establish Procedures for Distributions on Account of Guarantee Claims Corresponding to Certain Primary Claims Against Lehman Brothers Treasury Co. B.V.* [ECF No. 56196] (the “Limited Objection”) was filed. The Plan Administrator and the objecting party consensually resolved the Limited Objection, and the objecting party has consented to the Plan Administrator’s filing of this certificate. To the best of my knowledge, no other objections have been filed with the Court on the docket of these cases in accordance with the Case Management Order or served on counsel to the Plan Administrator.

7. Accordingly, the Debtors and the Plan Administrator respectfully request that the proposed orders granting the Pleadings annexed hereto as Exhibit A and Exhibit B,

which are unmodified since the filing of the Pleadings, be entered in accordance with the procedures described in the Case Management Order.

Dated: September 12, 2017  
New York, New York

/s/ Garrett A. Fail

Garrett A. Fail

WEIL, GOTSHAL & MANGES LLP

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Garrett A. Fail

*Attorneys for Lehman Brothers Holdings Inc.  
and Certain of Its Affiliates*

**EXHIBIT A**  
**(Proposed Order – ECF No. 55962)**

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

-----X  
In re : Chapter 11 Case No.  
 :  
LEHMAN BROTHERS HOLDINGS INC., *et al.*, : 08-13555 (SCC)  
 :  
Debtors. : (Jointly Administered)  
-----X

**ORDER GRANTING THE PLAN  
ADMINISTRATOR'S FIVE-HUNDRED TWENTY-FIRST OMNIBUS  
OBJECTION TO CLAIMS (STRUCTURED SECURITIES GUARANTEE CLAIMS)**

Upon the five-hundred twenty-first omnibus objection to claims, dated August 11, 2017 (the "Five-Hundred Twenty-First Omnibus Objection to Claims"),<sup>1</sup> of Lehman Brothers Holdings Inc., as Plan Administrator under the Modified Third Amended Joint Chapter 11 Plan of Lehman Brothers Holdings Inc. and Its Affiliated Debtors for the entities in the above-referenced chapter 11 cases, pursuant to sections 105(a) and 1142 of title 11 of the Bankruptcy Code, Rule 3007(d) of the Bankruptcy Rules, and this Court's order approving procedures for the filing of omnibus objections to proofs of claim (ECF No. 6664), seeking to deem satisfied in full in accordance with the Plan Satisfied ISIN Claims, all as more fully described in the Five-Hundred Twenty-First Omnibus Objection to Claims; and due and proper notice of the Five-Hundred Twenty-First Omnibus Objection to Claims having been provided, and it appearing that no other or further notice need be provided; and the Court having found and determined that the relief sought in the Five-Hundred Twenty-First Omnibus Objection to Claims is in the best interests of the Chapter 11 Estates, their creditors, and all parties in interest and that the legal and factual bases set forth in the Five-Hundred Twenty-First Omnibus Objection to Claims establish

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<sup>1</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Five-Hundred Twenty-First Omnibus Objection to Claims.

just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the relief requested in the Five-Hundred Twenty-First Omnibus Objection to Claims is granted; and it is further

ORDERED that, pursuant to section 502(b) of the Bankruptcy Code, the Satisfied ISIN Claims listed on Exhibit 1 annexed hereto are deemed satisfied in full in accordance with the Plan; and it is further

ORDERED that neither the Plan Administrator nor LBHI shall make any further Distributions on account of the Satisfied ISIN Claims listed on Exhibit 1 annexed hereto; and

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from or related to this Order.

Dated: \_\_\_\_\_, 2017  
New York, New York

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UNITED STATES BANKRUPTCY JUDGE

**Exhibit 1 to Proposed Order**

Satisfied ISIN Claims

**Exhibit 1**

*Satisfied ISIN Claims*

\$ in Actual

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ISIN	Blocking Number	Claim Number
XS0338656787	6045704	62783
XS0338656860	6045707	62783
XS0338657082	6045705	62783
XS0338657165	6045706	62783
XS0349756980	CA14604	39562
XS0384259866	CA14386	39561
XS0338518128	Waived	10612
XS0369673073	9554737	47390
XS0331505478	6036760	47263
XS0331505478	CA47230	41773
XS0301569603	6058081	60865
XS0301569603	6058081	60865
XS0301569603	6058081	60865
XS0301569603	6058081	60865
XS0301569603	6058081	60865
XS0301569603	6058081	60865
XS0301569603	6058081	60865
XS0301569603	6058081	60865
XS0260996334	CA30597	44616
XS0261618606	CA30437	44616
XS0251363064	6059440	59686
XS0297459868	6045532	62783
XS0297459868	6045532	62783
XS0301335286	6058080	60865
XS0301335286	6058080	60865
XS0301569603	6058081	60865
XS0301569603	6058081	60865
XS0301569603	6058081	60865
XS0301569603	6058081	60865
XS0302480230	6045541	62783
XS0302480230	6045541	62783
XS0305127150	6045559	62783
XS0305127150	6045559	62783
XS0305127150	6045559	62783
XS0306927723	6059430	59742
XS0321396987	6045614	62783
XS0321396987	6045614	62783
XS0327082854	6045636	62783
XS0327082854	6045636	62783
XS0329067531	6045644	62783



**Exhibit 1**

*Satisfied ISIN Claims*

\$ in Actual

ISIN	Blocking Number	Claim Number
XS0329067531	6045644	62783
XS0329878267	6045650	62783
XS0329878267	6045650	62783
XS0338675571	6045710	62783
XS0338675571	6045710	62783
XS0340462042	6045721	62783
XS0340462042	6045721	62783
XS0341031192	CA14623	39545
XS0341031192	CA14623	39546
XS0341731338	CA63295	40233
XS0346438814	CA14611	39549
XS0346438814	CA14611	39550
XS0346438814	CA14611	39551
XS0346508616	6045750	62783
XS0346508616	6045750	62783
XS0349442615	6045751	62783
XS0349442615	6045751	62783
XS0349757368	6045752	62783
XS0349757368	6045752	62783
XS0354482928	6045777	62783
XS0354482928	6045777	62783
XS0362376435	6045791	62783
XS0362376435	6045791	62783
XS0363628982	6059428	59741
XS0366374634	6045804	62783
XS0366374634	6045804	62783
XS0384259866	CA14386	39564
XS0297459868	6045532	62783
XS0302264535	6045543	62783
XS0305127150	6045559	62783
XS0307903830	6045567	62783
XS0312057432	6045579	62783
XS0313664459	6045587	62783
XS0319683990	6045604	62783
XS0327082854	6045636	62783
XS0328666119	6045637	62783
XS0329067531	6045644	62783
XS0329878267	6045650	62783
XS0333106259	6045667	62783

**Exhibit 1**

*Satisfied ISIN Claims*

\$ in Actual

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ISIN	Blocking Number	Claim Number
XS0333106507	6045670	62783
XS0338675571	6045710	62783
XS0340462042	6045721	62783
XS0346508616	6045750	62783
XS0349442615	6045751	62783
XS0349757368	6045752	62783
XS0353875106	6045766	62783
XS0354482928	6045777	62783
XS0357773000	6045772	62783
XS0360775141	6045787	62783
XS0362376435	6045791	62783
XS0362661398	6045793	62783
XS0362680778	6045795	62783
XS0364649250	6045800	62783
XS0366374634	6045804	62783
XS0368926092	6045817	62783
XS0326172631	6053079	67193
XS0331505478	6009554	36941
XS0315805019	CA31276	44616
XS0327082938	6037463	46973
XS0333106333	6042012	46973
XS0369673073	9554736	46864
XS0354496555	CA14518	39573
XS0331032044	6026671	41910
XS0331505122	6045661	62783
XS0331880566	6045659	62783
XS0334224317	6045677	62783
XS0335345665	6045685	62783
XS0335623731	6045692	62783
XS0336414866	6045694	62783
XS0341223427	6045723	62783
XS0225522365	9414864	67037
XS0333106507	6045670	62783
XS0333106507	6045670	62783
XS0339559287	CA14635	39544
XS0342155297	CA14628	39547
XS0346438814	CA14611	39554
XS0365299204	CA14397	39555
XS0384259866	CA14386	40919

**Exhibit 1**

*Satisfied ISIN Claims*

\$ in Actual

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ISIN	Blocking Number	Claim Number
XS0374734480	6045828	62783
XS0351439475	CA14549	39574
XS0331505478	CA92685	50469
XS0329428907	9534605	59848
XS0331048123	9534529	59848
XS0332763209	9534511	59848
XS0334225710	9534519	59848
XS0384259866	CA14386	39566
XS0354496555	CA14518	39558
XS0359279212	CA14531	39559
XS0336408462	CA14637	39542
XS0249942870	5981081	56861
XS0342155370	CA14615	39548
XS0384213871	6010841	41850
XS0354496555	CA14518	39557
XS0365299204	CA14397	39556
XS0340348852	6065518	50474
XS0346438814	CA14611	39552
XS0359279212	CA14531	39553
XS0290976157	6021243	44912
XS0290976157	6022491	44912
XS0354496555	CA14518	39572
XS0249046284	CA30411	44616
XS0250331088	CA30400	44616
XS0250331088	CA30402	44616
XS0250331088	CA30474	44616
XS0250331088	CA30410	44616
XS0250331088	CA30412	44616
XS0250331088	CA30416	44616
XS0250331088	CA30413	44616
XS0251050364	CA30473	44616
XS0251050364	CA30404	44616
XS0251050364	CA30403	44616
XS0251363064	CA30461	44616
XS0251363064	CA30408	44616
XS0251363064	CA30407	44616
XS0251363064	CA30401	44616
XS0253216005	CA38966	44616
XS0255006446	CA30447	44616

**Exhibit 1**

*Satisfied ISIN Claims*

\$ in Actual

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ISIN	Blocking Number	Claim Number
XS0255006446	CA30446	44616
XS0255006446	CA30445	44616
XS0255006446	CA30441	44616
XS0255006446	CA30439	44616
XS0255006446	CA30443	44616
XS0287476161	CA30714	44616
XS0287476161	CA30750	44616
XS0287476161	CA30705	44616
XS0287476161	CA30699	44616
XS0287476161	CA30693	44616
XS0287476161	CA30680	44616
XS0287476161	CA30656	44616
XS0290106508	CA31252	44616
XS0290106508	CA31239	44616
XS0290106508	CA31235	44616
XS0290106508	CA31229	44616
XS0290106508	CA31225	44616
XS0290106508	CA31215	44616
XS0299876457	CA30975	44616
XS0305339417	CA30885	44616
XS0364650183	CA31018	44616
XS0364650183	CA31015	44616
XS0364769314	CA31037	44616
XS0364769314	CA38891	44616
XS0364995240	CA31029	44616
XS0368582812	CA30830	44616
XS0368882451	CA30814	44616
XS0289324641	6033532	46973
XS0289324641	6033533	46973
XS0289324641	6033531	46973
XS0289324641	6033530	46973
XS0289324641	6033529	46973
XS0289324641	6033528	46973
XS0306927723	6053671	46973
XS0306927723	6035506	46973
XS0306927723	6053673	46973
XS0306927723	6035505	46973
XS0306927723	6035503	46973
XS0306927723	6035502	46973

**Exhibit 1**

*Satisfied ISIN Claims*

\$ in Actual

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ISIN	Blocking Number	Claim Number
XS0306927723	6035499	46973
XS0306927723	6035494	46973
XS0306927723	6035493	46973
XS0306927723	6035497	46973
XS0306927723	6035504	46973
XS0306927723	6035492	46973
XS0306927723	6035491	46973
XS0306927723	6035490	46973
XS0316829166	6037347	46973
XS0316829166	6037346	46973
XS0316829166	6037345	46973
XS0316829166	6037344	46973
XS0316829166	6037343	46973
XS0316829166	6037342	46973
XS0316829166	6037341	46973
XS0316829166	6037340	46973
XS0328666036	6037464	46973
XS0335622253	6042024	46973
XS0335622253	6042028	46973
XS0335622253	6042027	46973
XS0335622253	6042026	46973
XS0335622253	6042025	46973
XS0335622253	6042023	46973
XS0335622253	6042022	46973
XS0338518391	6042050	46973
XS0338518391	6042046	46973
XS0338518391	6042049	46973
XS0338518391	6042048	46973
XS0338518391	6042047	46973
XS0338518391	6042045	46973
XS0343872577	6042051	46973
XS0348444026	6042061	46973
XS0348444026	6042057	46973
XS0348444026	6042063	46973
XS0348444026	6042062	46973
XS0348444026	6042060	46973
XS0348444026	6042059	46973
XS0348444026	6042056	46973
XS0348444026	6042054	46973

**Exhibit 1**

*Satisfied ISIN Claims*

\$ in Actual

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ISIN	Blocking Number	Claim Number
XS0350115951	6042072	46973
XS0351275341	6042080	46973
XS0352061088	6042075	46973
XS0352061088	6042078	46973
XS0352061088	6042076	46973
XS0352061088	6042079	46973
XS0352061088	6042077	46973
XS0364649763	6042091	46973
XS0373147064	6042093	46973
XS0376740956	6042094	46973
XS0341731338	CA63297	40940
XS0302264535	6045543	62783
XS0319683990	6045604	62783
XS0327082854	6045636	62783
XS0349757368	6045752	62783
XS0257915503	6058078	60865
XS0257915503	6058078	60865
XS0257915503	6058078	60865
XS0257915503	6058078	60865
XS0257915503	6058078	60865
XS0257915503	6058078	60865
XS0257915503	6058078	60865
XS0257915503	6058078	60865
XS0257915503	6058078	60865
XS0257915503	6058078	60865
XS0257916063	6058079	60865
XS0257916063	6058079	60865
XS0257916063	6058079	60865
XS0257916063	6058079	60865
XS0257916063	6058079	60865
XS0257916063	6058079	60865
XS0257916063	6058079	60865
XS0257916063	6058079	60865
XS0257916063	6058079	60865
XS0253223555	CA30825	44616
XS0253223555	CA30825	44616
XS0340031730	9554926	59540
XS0313326646	6031237	45878
XS0314743963	6031238	45879
XS0282872240	6050031	47116
XS0282872240	6055032	47117
XS0282872240	6063428	56180

**Exhibit 1**

*Satisfied ISIN Claims*

\$ in Actual

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ISIN	Blocking Number	Claim Number
XS0331505478	6015684	45201
XS0331505478	CA88322	55362
XS0344549141	6045744	62783
XS0359351938	6045778	62783

**EXHIBIT B**  
**(Proposed Order – ECF No. 55963)**



**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

-----X  
**In re** : **Chapter 11 Case**  
 :  
**LEHMAN BROTHERS HOLDINGS INC., et al.,** : **No. 08-13555 (SCC)**  
 :  
**Debtors.** : **(Jointly Administered)**  
-----X

**ORDER PURSUANT TO  
SECTIONS 105(a) AND 1142(b) OF THE BANKRUPTCY  
CODE ESTABLISHING PROCEDURES FOR DISTRIBUTIONS ON  
ACCOUNT OF GUARANTEE CLAIMS CORRESPONDING TO CERTAIN  
PRIMARY CLAIMS AGAINST LEHMAN BROTHERS TREASURY CO. B.V.**

Upon the motion (the “Motion”),<sup>2</sup> dated August 11, 2017, of Lehman Brothers Holdings Inc. (“LBHI”), as Plan Administrator under the Modified Third Amended Joint Chapter 11 Plan of Lehman Brothers Holdings Inc. and Its Affiliated Debtors (the “Plan”), pursuant to sections 105(a) and 1142(b) of title 11 of the United States Code (the “Bankruptcy Code”) to establish procedures governing Distributions on account of Guarantee Claims corresponding to certain Primary Claims against Lehman Brothers Treasury Co. B.V., all as more fully described in the Motion; and the Court having jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order of Reference M-431, dated January 31, 2012 (Preska, C.J.); and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been provided to (i) the United States Trustee for Region 2; (ii) the Securities and Exchange Commission; (iii) the Internal Revenue Service; (iv) the United States Attorney for the Southern District of New York; (v) the record holder of each ISIN Guarantee Claim; and

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<sup>2</sup> Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Motion.

(vi) all other parties entitled to notice in accordance with the procedures set forth in the second amended order entered on June 17, 2010 governing case management and administrative procedures for these cases (ECF No. 9635); and it appearing that no other or further notice need be provided; and a hearing having been held to consider the relief requested in the Motion; and the Court having found and determined that the relief sought in the Motion is in the best interests of the Estates, their creditors, and all parties in interest and that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the Motion is granted; and it is further

ORDERED that the LBT Procedures shall be effective as of the date hereof:

- a. At least five business days prior to each Distribution, the Plan Administrator will file a notice listing the ISINs and ISIN Guarantee Claims that it estimates will be satisfied by the following distribution by LBT alone or the combination of that distribution and the next LBHI Plan Distribution (an “ISIN Notice”).
- b. The Plan Administrator will withhold from LBHI’s upcoming Distribution any amount that it believes would, together with its estimate of the following distribution from LBT, result in the holder of an ISIN Guarantee Claim receiving more consideration on account of such ISIN Guarantee Claim than is permitted by Section 8.13(b) of the Plan.
- c. Within 30 days after the following distribution by LBT, the Plan Administrator will file a claims objection seeking a determination by this Court that such ISIN Guarantee Claims have been satisfied and are entitled to no further Distributions by the Plan Administrator.
- d. Until the time at which an ISIN Guarantee Claim is deemed satisfied in full by an order of the Court, the Plan Administrator will reserve 100% of the Cash that would otherwise be distributable on account of such ISIN Guarantee Claim (such reserve, the “ISIN Reserve”).
- e. If the distribution by LBT does not satisfy an ISIN Guarantee Claim identified on an ISIN Notice or the Court overrules an above-described claims objection with respect to such ISIN Guarantee Claim, LBHI will, within 30 days of such LBT distribution or entry of an order overruling such claims objection becoming a final order, distribute Cash held in the ISIN Reserve on account of such ISIN Guarantee Claim in the amount that is the lesser of (i) the amount necessary to

render such ISIN Guarantee Claim satisfied in full under Section 8.13 of the Plan and (ii) the amount that would otherwise have been distributable on account of such ISIN Guarantee Claim in the Plan Administrator's preceding Distribution.

; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from or related to this Order.

Dated: New York, New York  
\_\_\_\_\_, 2017

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Honorable Shelley C. Chapman  
United States Bankruptcy Judge